

EXHIBIT A

PHILLIPS, GOLDMAN & SPENCE, P.A.

INVOICES BY TIME AND INDIVIDUAL

**FOR THE TIME PERIOD
JUNE 1, 2009 THROUGH
JUNE 30, 2009**

January 11, 2010

Orrick, Herrington & Sutcliffe, LLP
Washington Harbour
3050 K Street, N.W.
Washington DC 20007--5135

File WRG-AUS/JCP
Invoice number 90314

Re: W. R. Grace & Co.
David T. Austern
Case No.: 01-01139 (RLB)

Subtotal for FEES only: 06/30/09	\$15,040.00
Subtotal for COSTS only: 06/30/09	\$1,771.89

CURRENT PERIOD FEES AND COSTS: 06/30/09	\$16,811.89

Please remit duplicate copy with payment. Thank you.

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January 11, 2010

Orrick, Herrington & Sutcliffe, LLP

File WRG-AUS/JCP
Invoice number 90314

Re: W. R. Grace & Co.
David T. Austern

SERVICES	HOURS	AMOUNT
FEE/EMPLOYMENT APPLICATIONS	8.1	1,655.00
LITIGATION	22.0	9,350.00
CASE ADMINISTRATION	1.1	165.00
PLAN AND DISCLOSURE STATEMENT	9.3	3,870.00
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Subtotal for FEES only: 06/30/09	40.5	\$15,040.00
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RATE	SUMM	HOURS				
425.00	JCP	32.60	32.60	13,855.00	0.00	0.00
150.00	CAH	7.90	7.90	1,185.00	0.00	0.00
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Totals		40.50	40.50	15,040.00	0.00	0.00

Sort Fields:

Grouping code (Paginate)
Actual employee code (Subtotals)

Range Fields:

Transaction date I 06/01/09 - 06/30/09
Client code I WRG - WRG
Case suffix I AUS - AUS

Cl Code	Ca	sfx	Emp	Act	Grouping code description	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG		AUS	CAH		CASE ADMINISTRATION	06/04/09	Update docket to system.	0.20	30.00	Ca
WRG		AUS	CAH		CASE ADMINISTRATION	06/05/09	E-mail to D. Fullem re: scheduling filings for Monday (2x).	0.20	30.00	
WRG		AUS	CAH		CASE ADMINISTRATION	06/18/09	Update docket to system.	0.20	30.00	
WRG		AUS	CAH		CASE ADMINISTRATION	06/23/09	Download Pro Hac Vice Motions; e-mail and send to Court.	0.50	75.00	
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								1.10	165.00	
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								1.10	165.00	
								-----	-----	

Cl Code	Ca	sfx	Act Emp	Grouping code description	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/01/09	Print and save April Fee Application for Phillips, Goldman & Spence.	0.10	15.00	fa
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/04/09	Draft Certificate of No Objection for Phillips, Goldman & Spence February and March Fee Applications.	0.50	75.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/04/09	Scan file and serve Certificate of No Objection for Phillips, Goldman & Spence March and April Fee Applications.	0.40	60.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/09/09	Download and file Certificate of No Objection for Orrick's March Fee Application.	0.20	30.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/09/09	Download and file Certificate of No Objection for Austern's February and March Fee Applications.	0.20	30.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/09/09	Download and file Certificate of No Objection for Piper Jaffray's March Fee Application.	0.20	30.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/09/09	Download and file Certificate of No Objection for Tre Angeli's March Fee Application.	0.20	30.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/09/09	Download and file Certificate of No Objection for Tower Perrin's March Fee Application.	0.20	30.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/09/09	Download and file April Fee Application for Piper Jaffray.	0.30	45.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/09/09	Download and file April Fee Application for Tre Angeli.	0.30	45.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/09/09	Download and file April Fee Application for Orrick Herrington.	0.30	45.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/12/09	Download and file Towers Perrin's April Fee Application.	0.30	45.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/15/09	Draft, scan and file Certificate of No Objection for Phillips, Goldman & Spence 19th Quarterly Fee Application.	0.50	75.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/23/09	Reconcile payments to Fee Application invoices.	0.30	45.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/24/09	Draft Certificate of No Objection for Phillips, Goldman & Spence April Fee Application.	0.30	45.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/24/09	Draft May Fee Application for Phillips, Goldman & Spence.	0.70	105.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/24/09	Scan file and serve Certificate of No Objection for Phillips, Goldman & Spence Fee Application and May Fee Application for Phillips, Goldman & Spence.	0.50	75.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/25/09	Print, scan and file Quarterly Fee Application for Orrick Herrington; e-mail to D. Fullem (3x).	0.40	60.00	
WRG			AUS CAH	FEE/EMPLOYMENT APPLICATIONS	06/25/09	Download and file 13th Quarterly Fee Application for Piper Jaffray.	0.30	45.00	

Cl Code	Ca	sfx	Emp	Act	Trans	Transaction description	Billable	Billable	Grp
					Date		Hours	Dollars	Cd
WRG		AUS	CAH	FEE/EMPLOYMENT APPLICATIONS	06/25/09	Download and file 17th Quarterly Fee Application for Towers Perrin.	0.30	45.00	fa
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							6.50	975.00	
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WRG		AUS	JCP	FEE/EMPLOYMENT APPLICATIONS	06/01/09	Review of, revise and execute Phillips, Goldman & Spence 59th Monthly Fee Application; conference with Celeste A. Hartman re: same.	0.30	127.50	
WRG		AUS	JCP	FEE/EMPLOYMENT APPLICATIONS	06/04/09	Review of and execute Certificate of No Objection re: Phillips, Goldman & Spence 57th Monthly Fee Application (.2); review of and execute Certificate of No Objection re: Phillips, Goldman & Spence 58th Monthly Fee Application (.1); conference with Celeste A. Hartman re: same (.2); review of and revise May 2009 pre-bill (.1).	0.60	255.00	
WRG		AUS	JCP	FEE/EMPLOYMENT APPLICATIONS	06/24/09	Review of, revise and execute Certificate of No Objection re: Phillips, Goldman & Spence 59th Monthly Fee Application(.2); review of, revise and execute Phillips, Goldman & Spence 60th Monthly Fee Application (.2); conference with Celeste A. Hartman re: same; e-mail from counsel for Debtors re: Fee Auditor's Report with enclosure (.2); review of same (.1).	0.70	297.50	
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							1.60	680.00	
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							8.10	1,655.00	
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Cl Code	Ca	sfx	Act Emp	Grouping code description	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG			AUS JCP	LITIGATION	06/01/09	Review of Notice of Appeal of Bank Lender Group to Memorandum Opinion of 5/19/09 (.1); review of Notice of Appeal of Creditors' Committee to Memorandum Opinion of 5/19/09 (.1); review of Amended Notice of Agenda for 6/1/09 Hearing (.1); review of Final Witness Designation of Axa Belgium as Successor to Royal Belge SA for the Phase I Confirmation Hearing (.1); review of Amended Notice of Deposition of Dr. Thomas Florence (.1); review of Notice of Deposition of Jay Hughes, Esquire (.1); review of Notice of Deposition of Mark Shelnitz, Esquire (.1).	0.70	297.50	Li
WRG			AUS JCP	LITIGATION	06/03/09	Review of Creditors' Committee's Motion for Leave from the Court's Scheduling Order and Request to Shorten Notice Period re: Creditors' Committee's Motion to Modify Third Amended Case Management Order Related to the First Amended Joint Plan or Reorganization (.1); review of Debtors' Renewed Motion for Entry of an Order Authorizing the Settlement of Asbestos Property Damage Claims filed by Macerich Fresno Limited Partnership (.2); review of Creditors' Committee's Motion to Modify Third Amended Case Management Order Related to the First Amended Joint Plan of Reorganization (.2).	0.50	212.50	
WRG			AUS JCP	LITIGATION	06/05/09	Review of Order Granting Plan Proponents Leave From Scheduling Order to Shorten Notice Period on Joint Motion in Limine to Strike the Expert Reports and Testimony of George L. Priest and James B. Shein.	0.20	85.00	
WRG			AUS JCP	LITIGATION	06/08/09	Review of Notice of Deposition of Pamela D. Zilly.	0.10	42.50	
WRG			AUS JCP	LITIGATION	06/09/09	Review of Bank Lender Group's Designation of Items to be Included in the Record on Appeal and Statement of Issues to be Presented on Appeal (.2); review of Notice of Deposition of Jay Hughes, Esquire (.1); review of Update to Rebuttal Report of B. Thomas Florence, Ph.D. to the Expert Report of Dr. Alan Whitehouse of April 6, 2009 (.1); review of Joinder of the Official Committee of Asbestos Personal Injury Claimants to Notice of Deposition of Dr. Alan C. Whitehouse (.1).	0.50	212.50	
WRG			AUS JCP	LITIGATION	06/11/09	Review of Agenda for 6/18/09 Hearing; review of Joinder of BNSF Railway Company to Notice of Deposition of W.R. Grace & Co., et al.	0.20	85.00	
WRG			AUS JCP	LITIGATION	06/12/09	Review of Objecting Insurers' Objection to Motion in Limine by Plan Proponents to Strike the Expert Reports and Testimony of Professors George L. Priest and James B. Shein (voluminous).	0.50	212.50	
WRG			AUS JCP	LITIGATION	06/18/09	Attendance at Hearing with Judge Fitzgerald and all counsel (5.0); review of Debtors' Notice and Motion for an Order Approving Settlement Agreement and Mutual Release with the Royal Parties (.1); review of Final Witness Designation of	5.30	2,252.50	

Cl Code	Ca	sfx	Act Emp	Grouping code description	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
						AXA Belgium as Successor to Royal Belge SA for the Phase II Confirmation Hearing (.1); review of Final Witness Designation of Certain London Market Insurance Companies (.1).			
WRG			AUS JCP	LITIGATION	06/22/09	Phone conference with Judge Fitzgerald and all counsel (9:00-12:30; 1:15-5:45) (8.0).	8.00	3,400.00	
WRG			AUS JCP	LITIGATION	06/22/09	Review of Third Amended Notice of Agenda for Hearings on June 22, 23 and 24, 2009 (.1); review of Phase I Order Regarding Standing of the Non-Settling Insurers (.1); review of Pretrial Narrative Regarding Issues to be Raised by CNA Companies at the Phase I Confirmation Hearing and Evidence Expected to be Introduced (.1).	0.30	127.50	
WRG			AUS JCP	LITIGATION	06/23/09	Phone conference with Judge Fitzgerald and all counsel (9:00-12:45 and 1:15-1:45) (4.3); review of Agenda for 6/29/09 Hearing (.1); e-mail from and e-mail to Kate Orr re: Pro Hac Motions (.1); conference with Celeste A. Hartman re: same (.2).	4.70	1,997.50	
WRG			AUS JCP	LITIGATION	06/23/09	Review of Debtors' Notice and Objections to Certain Claims Filed by Neutocrete Products, Inc., Neutocrete Systems, Inc. and FTF Crawlspace Specialists, Inc. (.2); review of Certification of Counsel Regarding Order Approving Stipulation Between Debtors and Fireman's Fund Insurance Company for Temporary Allowance of Proof of Claim; review of Agenda for 6/29/09 Hearing (.1); review of Certification of Counsel of No Objection re: Debtors' Application for the Entry of an Order Authorizing the Retention and Employment of Venable LLP as Special Litigation Counsel to the Debtors (.1); review of Certification of Counsel re: Entry of an Order Authorizing the Debtors to Make Legally Required Minimum Contributions to Defined Benefit Pension Plans Covering the Debtors' Employees (.1).	0.50	212.50	
WRG			AUS JCP	LITIGATION	06/26/09	Review of Exhibits A Through D to Affidavit of Charles O. Freedgood of JP Morgan Chase Bank, N.A. in its Capacity as Administrative Agent Under the Pre-Petition Bank Credit Facilities, in Support of the Claims Asserted Under the Debtors' Credit Agreements Dated as of May 14, 1998 and May 5, 1999.	0.50	212.50	
							22.00	9,350.00	
							22.00	9,350.00	

Cl Code	Ca	sfx	Emp	Act	Trans	Transaction description	Billable	Billable	Grp
					Date		Hours	Dollars	Cd
WRG				AUS CAH	06/15/09	PLAN AND DISCLOSURE STATEMENT Phone conference with Mark Hurford and Jeffrey Leissmer re: final witness list; have Brian E. Farnan execute for John C. Phillips, Jr.; e-mail back.	0.30	45.00	ps
							0.30	45.00	
WRG				AUS JCP	06/02/09	PLAN AND DISCLOSURE STATEMENT Review of Phase I Trial Brief for CNA Companies (very voluminous)(.4); review of Phase I Trial Brief of Government Employees Insurance Co., Republic Insurance Company n/k/a Starr Indemnity & Liability Company, and Seaton Insurance Company in Opposition to Confirmation of Amended Joint Plan of Reorganization (very voluminous)(.4).	0.80	340.00	
WRG				AUS JCP	06/08/09	PLAN AND DISCLOSURE STATEMENT Review of e-mail from counsel for Debtor; review of draft Confirmation Brief (.5); e-mail from and e-mail to J. Baer re: providing exhibits for Plan Proponents Brief (.1); e-mail from Kirkland re: deposition of Jay Hughes (.1); e-mail from N. Finch re: deposition of Dr. Whitehouse (.1); e-mail from Plan Proponents re: Motion for Leave to Exceed Page Limitations for Confirmation Brief (.1); review of same (.2); e-mail from counsel for Debtors re: filing of Update to Rebuttal Report of B. Thomas Florence and Whitehouse deposition (.1); review of both documents (.6); e-mail concerning approval to sign Confirmation Brief (.1); e-mail from counsel for Bank Lenders re: Bank Lender Groups' Designation of Items to be included in Record on Appeal and Statement of Issues (.1); review of same (.3).	2.30	977.50	
WRG				AUS JCP	06/08/09	PLAN AND DISCLOSURE STATEMENT E-mail from counsel for Zurich Insurance Company re: Phase I exhibits (.1); review of same (.2); e-mail from Drinker Biddle re: letter from M. Brown on behalf of GEICO and Seaton Insurance Company (.2); review of same (.1); e-mail from Committee of Unsecured Creditors re: State of Issues to be presented on Appeal and Designation of Items for Record (.1); review of same (.2).	0.80	340.00	
WRG				AUS JCP	06/10/09	PLAN AND DISCLOSURE STATEMENT Review of Joinder of BNSF Railway Company to Notice of Deposition of W.R. Grace & Co., et al. (.1); review of Libby Claimants' Motion to Reconsider Modified Order Granting in Part Motion of Arrowood Indemnity Company, f/k/a Royal Indemnity Company to Strike Whitehouse Expert Report or, Alternatively, Compel the Production of Documents and Databases on Which He Relies and for Entry of a Confidentiality Order (voluminous) (.5); review of Plan Proponents' Motion for Leave to Exceed Brief Page Limitation with Respect to Their Consolidated Phase I Brief in Support of Confirmation of Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (.1); review of Declaration of Kevin A. Martin Certifying Tabulation of Ballots Regarding Vote on First Amended Joint Plan of Reorganization (.2); review of Plan Proponents' Consolidated Phase I Brief in Support of Confirmation of	1.40	595.00	

Cl Code	Ca	sfx	Act Emp	Grouping code description	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
						Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (voluminous)(.5).			
WRG			AUS JCP	PLAN AND DISCLOSURE STATEMENT	06/15/09	Review of Phase II Witness Designation of Maryland Casualty Company (.1); review of Motion of BNSF Railway Company to Quash Notice of Deposition of BNSF Phase II Witnesses Filed by Arrowood Indemnity Company f/k/a Royal Indemnity Company (.1); review of the Creditors' Committee's Witness Disclosure for Phase II Matters (.1); review of Anderson Memorial Hospital's Phase II Witness List (.1); review of BNSF Railway Company's Final Witness List in Connection with the Confirmation Hearing (.1); review of Protective Phase II Witness Designation of Zurich Insurance Company and Zurich International (Bermuda) Ltd. (.1); review of Anderson's Requests to Produce to Plan Proponents Regarding Plan Feasibility Issues (.1).	0.70	297.50	
WRG			AUS JCP	PLAN AND DISCLOSURE STATEMENT	06/16/09	Review of Travelers Casualty and Surety Company's Phase II Final Witness List (.1); review of Final Witness List of Garlock Sealing Technologies, LLC for Phase II of the Confirmation Hearing; review of Debtors' Final List of Witnesses that They May Call During Phase II of the Confirmation Hearing (.1); review of General Insurance Company of America's Submission of Trial Exhibits Binder and Letter to the Court (.3); review of Plan Proponents' Substantive Objections to Phase I Trial Exhibits (.1).	0.60	255.00	
WRG			AUS JCP	PLAN AND DISCLOSURE STATEMENT	06/17/09	Review of Debtors' Objection to Certain Motions for Temporary Allowance of Claims for Voting Purposes (.1); review of One Beacon America Insurance Company's Final Witness List for Phase II of the Confirmation Hearing (.1); review of Seaton Insurance Company's Final Witness List for Phase II of the Confirmation Hearing (.1); review of Republic Insurance Company's Final Witness List for Phase II of the Confirmation Hearing (.1); review of Government Employees Insurance Company's Final Witness List for Phase II of the Confirmation Hearing (.2); review of Canada Claimants' Phase II Witness List (.1); review of Anderson Memorial Hospital's Phase II Witness List (.1); review of the Official Committee of Property Damage Claimants' Witness Disclosure for Phase II Matters (.1); review of the Official Committee of Asbestos Personal Injury Claimants' and the Asbestos PI Future Claimants Representative's Final List of Witnesses They Intend to Call at the Phase II Confirmation Hearing (.1); review of Phase II Witness Designation of Maryland Casualty Company (.1); review of Amended Agenda for 6/18/09 Hearing (.1).	1.20	510.00	
WRG			AUS JCP	PLAN AND DISCLOSURE STATEMENT	06/26/09	Review of Debtors' Amended Final List of Witnesses that They May Call During Phase II of the Confirmation Hearing.	0.20	85.00	

Cl Code	Ca	sfx	Emp	Act	Grouping code description	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG		AUS	JCP		PLAN AND DISCLOSURE STATEMENT	06/29/09	Phone conference with Judge Fitzgerald and all counsel.	1.00	425.00	ps

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9.00	3,825.00
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9.30	3,870.00
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40.50	15,040.00
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50 records printed.